

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MASSACHUSETTS**

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GUSTAVO BRUCKNER, Derivatively on Behalf of  
the MFS CAPITAL OPPORTUNITIES FUND, THE  
MASSACHUSETTS INVESTOR TRUST and the  
"MFS FUNDS,"

Plaintiff,

vs.

MASSACHUSETTS FINANCIAL SERVICES  
COMPANY; SUN LIFE FINANCIAL INC.; JOHN  
W. BALLEEN; JEFFREY L. SHAMES; KEVIN R.  
PARKE; LAWRENCE H. COHN; WILLIAM R.  
GUTOW; J. ATWOOD IVES; ABBY M. O'NEILL;  
LAWRENCE T. PERERA; WILLIAM J. POORVU;  
J. DALE SHERRATT; ELAINE R. SMITH; WARD  
SMITH; JOHN DOES 1-50; JOHN DOES 51-100;  
MFS CAPITAL OPPORTUNITIES FUND;  
MASSACHUSETTS INVESTOR TRUST; "MFS  
FUNDS,"

Defendant.

Civil Action No. 1:03cv12483 (MEL)

Related Actions:

1:03cv12500 (WGY)  
1:03cv12515 (MEL)  
1:03cv12536 (WGY)  
1:03cv12545 (WGY)  
1:03cv12570 (WGY)  
1:03cv12595 (MEL)  
1:03cv12622 (WGY)  
1:04cv10009 (RGS)  
1:04cv10010 (MES)

[Caption continues on next page]

**DECLARATION OF NANCY F. GANS IN SUPPORT OF THE MOTION  
OF THE MFS FUNDS LEAD PLAINTIFF MOVANTS FOR CONSOLIDATION,  
APPOINTMENT AS LEAD PLAINTIFF, APPOINTMENT OF STEERING  
COMMITTEE, APPROVAL OF SELECTION OF LEAD COUNSEL,  
COORDINATING COUNSEL, AND LIAISON COUNSEL**

OLIVER S. TRONE, Individually and On Behalf of  
All Others Similarly Situated,

Plaintiff,

vs.

MFS CAPITAL OPPORTUNITIES FUND; MFS  
CORE GROWTH FUND; MFS EMERGING  
GROWTH FUND; MFS GROWTH  
OPPORTUNITIES FUND; MFS LARGE CAP  
GROWTH FUND; MFS MANAGED SECTORS  
FUND; MFS MID CAP GROWTH FUND; MFS  
NEW DISCOVERY FUND; MFS NEW  
ENDEAVOR FUND; MFS RESEARCH FUND;  
MFS STRATEGIC GROWTH FUND; MFS  
TECHNOLOGY FUND; MASSACHUSETTS  
INVESTORS GROWTH STOCK; MFS MID CAP  
VALUE FUND; MFS RESEARCH GROWTH  
AND INCOME FUND; MFS STRATEGIC VALUE  
FUND; MFS TOTAL RETURN FUND; MFS  
UNION STANDARD EQUITY FUND; MFS  
UTILITIES FUND; MFS VALUE FUND;  
MASSACHUSETTS INVESTORS TRUST; MFS  
AGGRESSIVE GROWTH ALLOCATION FUND;  
MFS CONSERVATIVE ALLOCATION FUND;  
MFS GROWTH ALLOCATION FUND; MFS  
MODERATE ALLOCATION FUND; MFS BOND  
FUND; MFS EMERGING MARKETS DEBT  
FUND; MFS GOVERNMENT LIMITED  
MATURITY FUND; MFS GOVERNMENT  
MORTGAGE FUND; MFS GOVERNMENT  
SECURITIES FUND; MFS HIGH INCOME FUND;  
MFS HIGH YIELD OPPORTUNITIES FUND;  
MFS INTERMEDIATE INVESTMENT GRADE  
BOND FUND; MFS LIMITED MATURITY  
FUND; MFS RESEARCH BOND FUND; MFS  
STRATEGIC INCOME FUND; MFS ALABAMA  
MUNICIPAL BOND FUND; MFS ARKANSAS  
MUNICIPAL BOND FUND; MFS CALIFORNIA  
MUNICIPAL BOND FUND; MFS FLORIDA  
MUNICIPAL BOND FUND;

[Caption continues on next page]

Civil Action No.: 1:03cv12514 (WGY)

MFS GEORGIA MUNICIPAL BOND FUND; MFS :  
MARYLAND MUNICIPAL BOND FUND; MFS :  
MASSACHUSETTS MUNICIPAL BOND FUND; :  
MFS MISSISSIPPI MUNICIPAL BOND FUND; :  
MFS MUNICIPAL BOND FUND; MFS :  
MUNICIPAL LIMITED MATURITY FUND; MFS :  
NEW YORK MUNICIPAL BOND FUND; MFS :  
NORTH CAROLINA MUNICIPAL BOND FUND; :  
MFS PENNSYLVANIA MUNICIPAL BOND :  
FUND; MFS SOUTH CAROLINA MUNICIPAL :  
BOND FUND; MFS TENNESSEE MUNICIPAL :  
BOND FUND; MFS VIRGINIA MUNICIPAL :  
BOND FUND; MFS WEST VIRGINIA :  
MUNICIPAL BOND FUND; MFS EMERGING :  
MARKETS EQUITY FUND; MFS GLOBAL :  
EQUITY FUND; MFS GLOBAL GROWTH :  
FUND; MFS GLOBAL TOTAL RETURN FUND; :  
MFS INTERNATIONAL GROWTH FUND; MFS :  
INTERNATIONAL NEW DISCOVERY FUND; :  
MFS INTERNATIONAL VALUE FUND; MFS :  
RESEARCH INTERNATIONAL FUND; MFS :  
CASH RESERVE FUND; MFS GOVERNMENT :  
MONEY MARKET FUND; MFS MONEY :  
MARKET FUND (collectively known as "MFS :  
FUNDS"); MFS MUNICIPAL SERIES TRUST; :  
MFS SERIES TRUST I; MFS SERIES TRUST II; :  
MFS SERIES TRUST III; MFS SERIES TRUST IV; :  
MFS SERIES TRUST V; MFS SERIES TRUST VI; :  
MFS SERIES TRUST VII; MFS SERIES TRUST :  
VIII; MFS SERIES TRUST IX; MFS SERIES :  
TRUST X; AND MFS SERIES TRUST XI :  
(collectively known as the "MFS FUNDS :  
REGISTRANTS"); SUN LIFE FINANCIAL INC.; :  
MASSACHUSETTS FINANCIAL SERVICES :  
COMPANY (d/b/a "MFS INVESTMENT :  
MANAGEMENT"); and JOHN DOES 1-100, :  
: :  
Defendants. :

X

I, Nancy F. Gans, under penalties of perjury, hereby declare:

1. I am a partner of Moulton & Gans, P.C. I submit this declaration in support of the motion of the MFS Funds Lead Plaintiff Movants for Consolidation, Appointment As Lead

Plaintiff, Appointment Of Steering Committee, And Approval of Selection of Lead Counsel, Coordinating Counsel, and Liaison Counsel.

2. Attached hereto as Exhibit A is a true and correct copy of a schedule of related actions against MFS Funds that arise out of allegedly improper trading practices that are pending in this District and the Southern District of New York.

3. Attached hereto as Exhibit B is a true and correct copy of a schedule of related actions against MFS Funds that are pending in this District and the Southern District of New York, and the claims asserted by each.

4. Attached hereto as Exhibit C is a list of the MFS Funds Lead Plaintiff Movants.

5. Attached hereto as Exhibit D is a true and correct copy of the PSLRA notice published by the plaintiff in *Riggs v. Massachusetts Financial Services Company*, No. 03-cv-12500 (D. Mass. filed on Dec. 11, 2003) (Young, J.), on *PR Newswire* on Dec. 11, 2003.

6. Attached hereto as Exhibit E are true and accurate copies of the MFS Funds Lead Plaintiff Movants' PSLRA certifications.

7. Attached hereto as Exhibit F is a true and accurate copy of the firm resume of Milberg Weiss Bershad Hynes & Lerach LLP.

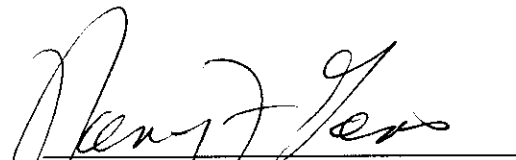
8. Attached hereto as Exhibit G is a true and accurate copy of the firm resume of Moulton & Gans, P.C.

9. Attached hereto as Exhibit H is a true and accurate copy of the Declaration of Marc Vellrath, Ph.D, CFA, dated February 9, 2004.

Dated: February 9, 2004  
Boston, Massachusetts

**CERTIFICATE OF SERVICE**

I hereby certify that a true copy of the above document was served upon the attorney of record for each party by mail (by hand) on 2/9/04

  
Nancy F. Gans